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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

In re

EASTERDAY RANCHES, INC., *et al.*

Chapter 11

Lead Case No. 21-00141-11
Jointly Administered

Debtors.¹

**~~PROPOSED~~ ORDER
AUTHORIZING DEBTOR
EASTERDAY RANCHES, INC. TO
ENTER INTO SETTLEMENT
TERM SHEET WITH TYSON
FRESH MEATS, INC.**

This matter having come before the court upon the motion (the “Motion”)² of debtor and debtor in possession Easterday Ranches, Inc. (“Ranches”) for the entry of an order, pursuant to sections 105 and 363(b) of Title 11 of the United States Code and Federal Rules of Bankruptcy Procedure 6004 and 9019, authorizing Ranches to enter into and honor that certain *Binding Settlement Term Sheet* dated February 24, 2021 (the “Settlement Term Sheet”), by and between Ranches and Tyson Fresh Meats, Inc. (“Tyson”). The court having reviewed the Motion and the Settlement

¹ The Debtors along with their case numbers are as follows: Easterday Ranches, Inc. (21-00141) and Easterday Farms, a Washington general partnership (21-00176).⁺

² A capitalized term used but not defined herein shall have the meaning ascribed to it in the Motion.

ORDER APPROVING SETTLEMENT TERM SHEET

DOCS_SF:105090.2-20375/002

BUSH KORNFIELD LLP

LAW OFFICES

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1 Term Sheet, the response filed by the Official Committee of Unsecured Creditors of
2 Easterday Ranches (the "Committee") appearing at Docket No. 253 and the response
3 filed by Segale Properties LLC ("Segale") appearing at Docket No. 255 and in
4 consideration of the arguments of counsel at the hearing on the Motion, and the
5 evidence submitted in support thereof, finds good cause to grant the relief requested
6 in the Motion, as set forth herein.

7 **IT IS HEREBY ORDERED THAT:**

8 1. The Motion [Docket No. 216] is hereby **GRANTED**, as set forth
9 below.

10 2. The Settlement Term Sheet attached hereto as **Exhibit 1** and the terms
11 therein are hereby approved.

12 3. Ranches is hereby authorized, but not directed, to enter into and honor
13 the terms and conditions of the Settlement Term Sheet.

14 4. The Trustee Motion is deemed withdrawn.

15 5. Ranches and Tyson are hereby authorized to take all actions necessary or
16 appropriate to effectuate the relief granted pursuant to this order.

17 6. Notwithstanding anything to the contrary therein, the Settlement Term
18 Sheet does not limit the right of Ranches, Tyson, the Committee or any other party in
19 interest to seek appropriate relief from the Court with respect to the amount, subject,
20 or proposed recipient of any payment made or contemplated under the Approved
21 Budget.

22 7. Notwithstanding anything to the contrary therein, the Settlement Term
23 Sheet does not limit the right of any party in interest, including but not limited to the
24 Committee or Segale, to conduct appropriate and reasonable discovery of facts or
25 circumstances involving Ranches or its relationship with Tyson or, concomitantly, the
26 ability or obligation of any party in interest, including Ranches and Tyson, to respond
27 to such discovery as appropriate. Nothing in this Order restricts or limits the rights of
28

1 any party from exercising its right to conduct discovery pursuant to the Federal Rules
2 of Bankruptcy Procedure or any other relevant federal or state corollary.

3 8. ~~6.~~ Notwithstanding anything in the Bankruptcy Code, the Bankruptcy
4 Rules, or the Local Rules of the United States Bankruptcy Court for the Eastern
5 District of Washington to the contrary, this order shall be effective upon entry.

6 9. ~~7.~~ The stay imposed pursuant to Bankruptcy Rule 6004(h) is waived.

7 10. ~~8.~~ The court shall retain jurisdiction and power to hear and determine all
8 matters arising from or related to the implementation of this order or the transfer of
9 the Cattle.

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11 //END OF ORDER//
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PRESENTED BY:

/s/

THOMAS A. BUFORD, III (WSBA 52969)
BUSH KORNFIELD LLP

RICHARD M. PACHULSKI (admitted *pro hac vice*)

JEFFREY W. DULBERG (admitted *pro hac vice*)

MAXIM B. LITVAK (admitted *pro hac vice*)

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*Proposed Attorneys for
Debtors and Debtors in Possession*

ORDER APPROVING SETTLEMENT TERM SHEET -2 4

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EXHIBIT 1

Term Sheet

~~[Filed Separately]~~

Document comparison by Workshare 9.5 on Thursday, March 04, 2021 8:05:42 AM

Input:	
Document 1 ID	PowerDocs://DOCS_SF/105090/2
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Document 2 ID	PowerDocs://DOCS_SF/105090/4
Description	DOCS_SF-#105090-v4-Easterday_Ranches_-_Order_Approving_Tyson_Settlement_Term_Sheet
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Deletion	
Moved from	
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Style change	
Format change	
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Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

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